

EXHIBIT B

Proposed Order

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

THE DIOCESE OF BUFFALO, N.Y.,

Debtor.

)
) Chapter 11
)

) Case No. 20-10322-CLB
)
)

**ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT OF BURNS BAIR LLP AS SPECIAL INSURANCE
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF THE DEBTOR EFFECTIVE AS OF OCTOBER 5, 2023**

Upon consideration of the *Application of the Official Committee of Unsecured Creditors of the Debtor to Retain and Employ Burns Bair LLP as Special Insurance Counsel Effective as of October 5, 2023* (the “**Application**”),¹ pursuant to sections 327 and 1103(a) Title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the Western District of New York (the “**Local Rules**”), for an order authorizing and approving the retention and employment of Burns Bair LLP (“**Burns Bair**”) as special insurance counsel for the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtor (the “**Debtor**”) in this chapter 11 case; and upon consideration of the declaration of Timothy W. Burns in support of the Application filed by the Committee; and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. § 1334; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

requested in the Application is in the best interests of the Debtor's estate, its creditors and other parties in interest; and the Committee having provided adequate and appropriate notice of the Application under the circumstances; and after due deliberation and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.
2. The Committee is authorized to retain and employ Burns Bair as special insurance counsel to the Committee effective as of October 5, 2023. In the alternative, to the extent retention of Burns Bair as of October 5, 2023 is not permitted under applicable law, Burns Bair shall be retained as of the earliest date permitted under law; provided, however, that Burns Bair may seek compensation for work performed and expenses incurred as of and after October 5, 2023 even where the effective date of its retention occurs thereafter.
3. Subject to Court approval, Burns Bair may be compensated for services rendered and reimbursed for expenses incurred beginning on October 5, 2023.
4. Burns Bair shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtor's case as set forth in the Application and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of this Court.
5. The Committee and Burns Bair are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
6. No fees will be paid to Burns Bair, including the use of any retainer received for post-petition services, without prior approval of the Court.

7. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

8. Notwithstanding any provision in the Bankruptcy Rules to the contrary, this Order shall be immediately effective and enforceable upon its entry.

Dated: _____, 2023
Buffalo, New York

THE HONORABLE CARL L. BUCKI
CHIEF U.S. BANKRUPTCY JUDGE